

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF NEW YORK**

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In re:

PRIME CAPITAL VENTURES, LLC,

Case No. 24-11029-REL  
Chapter 11

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Debtor.

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**DEBTOR’S APPLICATION TO RETAIN RK CONSULTANTS LLC  
AS ITS FINANCIAL ADVISORS, EFFECTIVE AS OF SEPTEMBER 16, 2024**

Prime Capital Ventures, LLC (the “Debtor”), the above-captioned debtor in the above-referenced chapter 11 case (the “Bankruptcy Case”), as and for its application (the “Application”) for entry of an order in the form annexed hereto as Exhibit A, pursuant to 11 U.S.C. § 327(a) and Rule 2014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), authorizing it to retain RK Consultants LLC (“RKC”) as its financial advisor effective as of September 16, 2024. In support of this Application, the Debtor submits the declaration of Brian Ryniker (the “Ryniker Declaration”), attached hereto as Exhibit B and incorporated herein by reference, and respectfully represent as follows:

**JURISDICTION AND VENUE**

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334.
2. This is a core proceeding pursuant to 28 U.S.C. § 157(b).
3. Venue of this proceeding and this Application is proper pursuant to 28 U.S.C. §§ 1408 and 1409.
4. The statutory predicate for the relief requested herein is section 327(a) of Title 11 of the United States Code (the “Bankruptcy Code”), Bankruptcy Rule 2014, and Rule 2014-1 of

the Local Bankruptcy Rules for the Northern District of New York (the “Local Bankruptcy Rules”).

### **INTRODUCTION**

5. On September 16, 2024 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Northern District of New York (the “Bankruptcy Court”) [Docket No. 1]

6. Information regarding the Debtor is set forth in the *Local Bankruptcy Rule 2015 Affirmation* [Docket No. 6].

7. As of the date of this Application, no chapter 11 trustee, examiner, or creditors’ committee has been appointed in the Bankruptcy Case.

### **RELIEF REQUESTED**

8. By this Application, the Debtor seeks entry for an order, substantially in the form attached hereto as Exhibit A, authorizing it to retain RKC as its financial advisor, effective as of September 16, 2024.

9. Section 327 (a) of the Bankruptcy Code provides:

Except as otherwise provided in this section, the trustee, with the court’s approval, may employ one or more attorneys, accountants, appraisers, auctioneers, or other professional persons, that do not hold or represent any interest adverse to the estate, and that are disinterested persons, to represent or assist the trustee in carrying out the trustee’s duties under this title.

11 U.S.C. § 327(a).

10. Rule 2014 of the Bankruptcy Rules provides, in relevant part:

*Application for an Order of Employment.* An order approving the employment of attorneys, accountants, appraisers, auctioneers, agents, or other professionals pursuant to § 327, § 1103, or § 1114 of the Code shall be made only on application of the trustee or committee. The application shall be filed and, unless the case is a chapter 9 municipality case, a copy of the application shall be transmitted by the applicant to the United States trustee. The application shall state the specific facts

showing the necessity for the employment, the name of the person to be employed, the reasons for the selection, the professional services to be rendered, any proposed arrangement for compensation, and, to the best of applicant's knowledge, all of the person's connections with the debtor, creditors, any other party in interest, their respective attorneys and accountants, the United States trustee, or any person employed in the office of the United States trustee. The application shall be accompanied by a verified statement of the person to be employed setting forth the person's connections with the debtor, creditors, any other party in interest, their respective attorneys and accountants, the United States trustee, or any person employed in the office of the United States trustee.

FED. R. BANKR. P. 2014(a).

**RETENTION OF RK CONSULTANTS LLC**

11. The Debtor respectfully submits that it requires a financial advisor pursuant to section 327(a) of the Bankruptcy Code to provide the following services:

- a. Attend meetings and conferences with the Debtor, creditors, and their respective attorneys, as requested;
- b. Assist the Debtor on the preparation of monthly operating reports, as required by the local rules of the Court, and the United States Trustee's guidelines;
- c. Assist the Debtor on the preparation of a cash flow budget, cash management and distribution of funds, as requested;
- d. Assist in the liquidation or sale of the Debtor's assets;
- e. Assist in the determination, creation, drafting, and negotiation of the most optimal and expedient exit strategy for the Debtor;
- f. Assist in the preparation of the Federal, State, and Local tax returns and requisite disclosures on behalf of the Debtor's estate;
- g. Reconcile filed proofs of claim and claims against the Debtor's estate; and
- h. Perform services necessary to preserve and maximize the value of the assets of the Debtor's estate, as requested by the Debtor.

12. The Debtor has selected RKC as its financial advisor because of its extensive experience and the ability of the firm's employees to provide the services the Debtor requires.

Further, the Debtor is aware that RKC has significant experience in cases analogous to the

Bankruptcy Case. As such, the Debtor believes that RKC is well qualified to represent it in the Bankruptcy Case.

### **PROFESSIONAL COMPENSATION**

13. RKC has indicated its willingness to serve as financial advisor to the Debtor herein and to receive compensation on an hourly basis, subject to the approval of this Court and compliance with sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules, the United States Trustee's Guidelines for Fees and Disbursements issued by the Office of the United States Trustee, and such other procedures as may be fixed by order of this Court, for professional services rendered and expenses incurred by RKC. The current hourly rates charged for professionals are set forth in the Ryniker Declaration. RKC will seek compensation payable to RKC on an hourly basis, plus reimbursement of actual and necessary expenses incurred by RKC.

14. To the best of the Debtor's knowledge, RKC has not performed any services for the Debtor and is, therefore, not a creditor of the Debtor's estate. Additionally, RKC does not have any connection with the Debtor, its creditors, the United States Trustee or any other party in interest, or its respective attorneys, except to the extent set forth in the Ryniker Declaration.

15. To the best of the Debtor's knowledge, and except as otherwise disclosed in the Ryniker Declaration, (i) RKC does not hold or represent any interest adverse to the Debtor's estate, (ii) RKC is a "disinterested person" as that term is defined in Section 101(14) of the Bankruptcy Code; (iii) neither RKC nor its professionals have any connection with the Debtor, its estate or creditors, and (iv) RKC's employment is necessary and in the best interests of the Debtor's estate.

**NO PRIOR RELIEF**

16. No previous application for the relief requested herein has been made to this or any other Court.

**WHEREFORE**, the Debtor respectfully requests that the Court enter an order substantially in the form attached hereto as Exhibit A approving its retention of RKC as its financial advisor, effective as of September 16, 2024, and granting such other and further relief as this Court may deem just and proper.

Dated: New York, New York  
September 19, 2024

**KLESTADT WINTERS JURELLER  
SOUTHARD & STEVENS, LLP**

By: /s/ Fred Stevens

Fred Stevens  
Lauren C. Kiss  
200 West 41<sup>st</sup> Street, 17<sup>th</sup> Floor  
New York, New York 10036  
Tel: (212) 972-3000  
Fax: (212) 972-2245  
Email: fstevens@klestadt.com  
lkiss@klestadt.com

*Proposed General Counsel to the Debtor*